

EXHIBIT B

UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

NICOLE TAYLOR REED,

Plaintiff,

v.

BIG LOTS STORES, INC.,

Defendant.

CIVIL ACTION NO.

2:06-CV-00380-MHT-CSC

AFFIDAVIT OF SHARON J. ABRAMS

1.

I am over the age of twenty-one (21) years and competent to testify in the matters contained herein. This Affidavit is based upon my personal knowledge.

2.

Since February 2001, I have been employed by Big Lots Stores, Inc. ("Big Lots") as the Manager, Associate Relations in Big Lots' Human Resources Department.

3.

Throughout the employment of Nicole Taylor Reed ("Reed") with Big Lots, the Associate Handbook distributed to all employees contained Big Lots' Equal Employment Opportunity policy, Harassment-Free Environment policy, Open Door policy, and Standards of Conduct policy.

4.

Copies of Big Lots' Equal Employment Opportunity policy, Harassment-Free Environment policy, Open Door policy, and Standards of Conduct policy in place throughout Reed's employment are attached as Exhibits A – D, respectively.

5.

Gerald Michael "Mike" Williams was hired by Big Lots as an Associate Store Manager at Big Lots Store No. 818 on December 20, 2004.

6.

On April 5, 2005, Williams was given a final counseling session and written Disciplinary Counseling for violation of Big Lots' Standards of Conduct based on his misconduct of superimposing face pictures of store associates and the Store Manager (Jerry Culpepper) on other various pictures and fake money. A copy of the written Disciplinary Counseling issued to Williams by Big Lots is attached as Exhibit E.

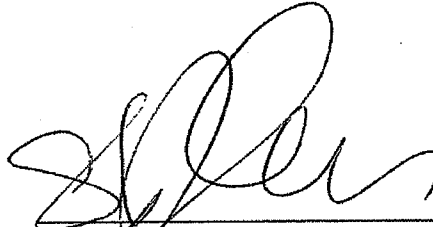
7.

Williams resigned from his employment with Big Lots effective April 11, 2005, shortly after his final counseling session on April 5, 2005.


I declare pursuant to 28 U.S.C. § 1746, under penalty of perjury, that the foregoing is true and correct and based upon my personal knowledge.

FURTHER AFFIANT SAYETH NOT.

This 14 day of March, 2007.


Sharon J. Abrams

Sworn to and subscribed before me
this 14 day of March, 2007.


Notary Public

[Notary Seal]



NICOLE RODGERS
Notary Public, State of Ohio
My Commission Expires 11-28-10

EXHIBIT A

Equal Employment Opportunity

Last update: August 2005

No person shall be discriminated against in employment because of race, color, religion, sex, sexual orientation, age, national origin, mental or physical disability or marital status.

This policy applies to all terms and conditions of employment including, but not limited to hiring, training, promotion, transfer, demotion, compensation, benefits, and termination.

The Executive Vice President is responsible for formulating, implementing, coordinating, and monitoring all efforts in the area of equal employment opportunity.

Each manager is responsible for initiating and administering this policy within his/her store/department.

Every associate is expected to adhere to the guidelines set forth in this policy in both practice and spirit.

Any formal or informal allegation that this policy has been violated should be referred immediately to Human Resources.

Employing Persons with Disabilities

Qualified individuals with disabilities are to be treated in a nondiscriminatory manner in the pre-employment process and in all terms, conditions, and privileges of employment.

All medical-related information is to be maintained in a confidential manner in separate, confidential files.

Applicants and associates with disabilities are to be provided reasonable accommodation, except where making an accommodation would create an undue hardship on the Company.

All requests for reasonable accommodation from qualified applicants and associates with disabilities are to be referred to the appropriate Human Resources manager. The Company will make a good faith effort to assist individuals seeking accommodations.

In determining the feasibility of the requested accommodation, the Company will consider the preference of the individual to be accommodated and, if there are two or more effective accommodations, will choose the least expensive or most practical accommodation that will provide equal opportunity for the applicant or associate.

Accommodation is generally initiated by a request from an applicant or associate. Situations may arise where an associate, who is known to have a disability, may be having difficulty performing the essential functions of his/her job and therefore, may need accommodation. The associate's supervisor should discuss the matter with the appropriate Human Resources manager. The Human Resources manager will advise the associate's supervisor on how to initiate a discussion with the associate.

Violations of this policy may result in disciplinary action, up to and including termination of employment. (See Confidential Information, Harrassment-Free Environment, Open Door)

EXHIBIT B

Harassment-Free Environment

Last update: August 2005

Big Lots strictly prohibits harassment and/or discrimination based on race, color, religion, sex, sexual preference, age, national origin, mental or physical disability or marital status.

Each supervisor or manager is responsible for maintaining a work environment that is free of harassment both sexual and otherwise. This includes communication of this policy to all associates and assuring that they are not subjected to insulting, degrading or exploitative behavior as defined above.

Big Lots also strictly prohibits sexual harassment. Sexual harassment includes any unwelcome sexual advances, requests for sexual favors or other verbal or physical conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly a term or a condition of an individual's employment.
- Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual.
- Such conduct has the purpose or effect of substantially interfering with an individual's work performance or creating an intimidating, hostile or offensive work environment.

Likewise, all associates are responsible for adhering to these guidelines and are prohibited from engaging in discriminatory or harassing behavior. Any associate who believes he/she has been the subject of harassment is responsible for promptly reporting the alleged act to Human Resources or his/her immediate supervisor.

All reports of harassment will be promptly investigated under the direction of Human Resources. All investigations of alleged harassment will be conducted with the utmost concern for the confidential and personal nature of the allegation and with a high degree of sensitivity to the individuals involved. Any associate who is found to have engaged in discriminatory or harassing conduct will be subject to appropriate disciplinary action, up to and including termination. Likewise retaliation against anyone reporting acts of harassment will not be tolerated.

This policy is intended to be in compliance with all Federal laws, specifically Title VII of the Civil Rights Act of 1964, and all State and Local laws dealing with unlawful discrimination and/or harassment. (See Equal Employment Opportunity, Open Door, Standards of Conduct)

EXHIBIT C

Open Door

Last update: August 2005

Big Lots believes in dealing directly with all associates and further believes that all associates have a right to express their opinions, concerns, and to ask any questions they may have relating to their job or the Company. Any associate with a question or problem is entitled to use the Open Door Policy and may contact anyone in the organization.

Take the question or concern to your immediate supervisor or manager.

OR

If you have a question and do not wish to discuss the matter with your direct manager or supervisor, go to the next level manager.

OR

If you have a question or you just feel uncomfortable discussing the issue with one of the managers listed above, contact the appropriate member of the Human Resources Department:

- Store Associates: Contact the Regional Human Resources Manager.
- Distribution Associates: Contact the Distribution and Transportation Services Human Resources Manager.
- General Office Associates: Contact the General Office Human Resources Manager.

Associates wishing to make anonymous complaints or ask a question may call the Get Real Hotline at 1-866-834-REAL (1-866-834-7325).

All members of management are expected to maintain the integrity and communicate the spirit of the Open Door Policy.

Any attempt to thwart or retaliate against an associate for exercising his/her Open Door rights will be considered a serious violation of Company policy and may result in disciplinary action, up to and including termination of employment. (See Harassment-Free Environment, No Solicitation, Standards of Conduct, Union-Free Environment)

EXHIBIT D

Standards of Conduct

Last update: August 2005

Associates are expected to conduct themselves in a way that is conducive to an ethical business environment. Violations of company policy, public policy, or local, state, and federal laws will not be tolerated. Conduct is expected to reflect our Company's values at all times.

The following behaviors are unacceptable deviations from the Company Standards of Conduct:

- Violation of the Harassment-Free Environment Policy.
- Physical assault or attempted assault on another associate or customer.
- Engaging in conversation, gestures or behaviors that are considered lewd, offensive, abusive, and profane or threatening to associates and/or customers.
- Inappropriate fraternization, including having an intimate relationship with another associate whom you supervise, either directly or indirectly, or over whom you exert some influence or control by nature of your responsibility.
- Violation of the Drug-Free Workplace Policy, including but not limited to consuming intoxicating beverages or use of illegal drugs during scheduled work time; or reporting to work under the influence of intoxicating beverages or illegal drugs.
- Smoking in a company facility or company vehicle and/or use of chewing tobacco or similar products (See Smoke Free Policy).
- Conduct which results in a substantial risk of harm to a customer or another associate, or damage to Company property.
- Possession of weapons, including but not limited to, knives, firearms, explosives, or other instruments that may cause harm to others, intoxicating beverages, or illegal drugs on Company property, including parking lots, or while conducting Company business.
- Conviction of a criminal offense for a crime against the Company or related to the type of responsibilities performed for the Company.
- Dishonest activities such as, theft, selling merchandise at a price lower than that which is marked on the goods without authorization, consumption or use of merchandise that has not been previously purchased by the associate or approved by management.
- Violation of minor labor laws for those associates under eighteen (18) years of age. *NOTE: Associates less than eighteen (18) years of age are not permitted to load, unload or otherwise operate the cardboard baler. These associates are also not permitted to operate any type of power equipment. (See Employment of Minors Policy).*
- Violation of the No Solicitation Policy.
- Unauthorized use of Company property, facilities or resources (See Information Security and Electronic Communications Policy).
- Unauthorized divulgence of personnel records or Company business (See Confidential Information Policy).
- Insubordination by refusing to complete work as assigned by a manager. In the event of conflicting instructions, the associate should follow the directions of the manager-on-duty and later request clarification.
- Unsatisfactory work performance including disregard of established safety practices and rules.
- Failure to cooperate with Company investigations or inspections.
- Excessive absenteeism or tardiness (See Attendance Policy).
- Working before or after scheduled time without specific authorization from management.
- Job abandonment, which includes two (2) consecutive days absence from scheduled work without calling into management (See Call-in Procedure Policy) or walking off the job without notifying management. These occurrences are

- considered voluntary terminations (See Termination of Employment Policy).
- Falsification of documents or records including but not limited to, employment application, expense reports, price change documents, timecards, permitting another associate to clock in or out for you, production reports, payroll management documents, etc.
 - Misuse of the associate discount privilege by permitting someone not eligible to purchase items with the associate discount or by returning merchandise for a full refund when purchased with the associate discount (See Associate Discount Policy).
 - Associates are not permitted to hold or hide merchandise for purchase at a later time. Associates may not purchase merchandise unless it is available for sale to the general public.
 - The writing of bad checks to the Company.
 - The following violations are store specific:
 - Any violation of established shopping regulations including processing unauthorized markdowns and/or ringing sales or handling any other transaction (i.e., returns, cashing checks, etc.) of your own or any immediate relative.
 - Improper use of "paid outs".
 - Cashing checks.
 - Use or unauthorized removal of store funds, or other Company resources, for personal use.
 - Unexplained single incident variance of \$50 or greater where till integrity has been maintained.
 - Single till variance of \$5 or more, and/or variances of \$15 or more in a 30-day period.
 - Failure of store associates to perform established procedures, including but not limited to, the following:
 - Completing daily bank deposits.
 - Securing funds properly.
 - Maintaining accountability for all funds transactions.
 - Conducting "cash pickups" when cash totals in excess of \$1500 in drop box and till.
 - Ensuring that Register operator "till drops" are made when cash exceeds \$100 of paper currency in till.
 - Ensuring all doors are locked and alarms set as required.
 - Ensuring all safety exits are accessible.
 - Securing safe, as required including maintaining confidential safe combination.
 - Maintaining key control.
 - Ensuring that store security cameras are operating daily and tapes maintained as required.
 - Allowing only authorized associates in controlled areas (i.e., stock room, cash office, etc.).
 - Violation of any other Company rules/regulations or any other action/activity that is deemed to be detrimental to the orderly operation of our Company.

Associates are expected to comply with this Policy and report violations immediately. In all of the above instances, the severity of an individual violation may warrant immediate termination. However, only those persons with the approval to terminate can make this determination (See Termination of Employment Policy).

EXHIBIT E

BIG LOTS DISCIPLINARY COUNSELING

Associate Name: Gerald M. Williams Date of Hire: 12/02/04
 Associate Number: 1335602 Supervisor's Name: Jerry L. Culpepper
 Title: Asst. Mgr. Store/Dept: 818

Type of Disciplinary Counseling (check one):

Attendance/Tardiness ☐
 Cash Variances ☐
 Standards of Conduct ☒

Procedures Violation ☐
 Performance ☐
 Other ☐

Define the problem (list specific examples):

Imposed faces of Associates on pictures of other people and worded comments above the heads. Imposed faces of Associates on fake money. Imposed the face of the Store Mgr. on pictures with Associates.

Define the expected results and the specified time frame (not completed for termination):

This action was seen as offensive to the Associates and an act that can not be tolerated. With this final counseling it is understood that any other disciplinary counseling for anything will be grounds for termination.

Associate Comments:

I am sorry that I made this error in judgement and did not mean to offend anyone

This is a (check one):

Counseling Session ☐
 Final Counseling Session ☒
 Termination ☐

Failure to correct the above noted problem(s) within the specified time frame, or future incidents which indicate your inability to meet the performance standards of the position may result in further disciplinary counseling up to and including termination.

Associate Signature: Gerald M. Williams Date: 4-5-05
 Manager Signature: Jerry L. Culpepper Date: 4-5-05
 Next Level Manager: _____ Date: _____
 Human Resources: _____ Date: _____
 (required for termination only)